

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 (THE “DISTRICT”) HELD MAY 27, 2025

A Regular Meeting of the Board of Directors of the Jefferson Center Metropolitan District No. 1 (referred to hereafter as “Board”) was convened on Tuesday, May 27, 2025, at 9:30 a.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gregg Bradbury, President
Jeff L. Nading, Treasurer
Charles Church McKay, Assistant Secretary
Steve Nading, Assistant Secretary
Brandon Dooling, Assistant Secretary

Also In Attendance Were:

David Solin and Diana Garcia; Special District Management Services, Inc. (SDMS)

Megan Becher, Esq.; McGeady Becher Cortese Williams P.C.

Joy Tatton; Tatton and Company

Brandon Collins and Elesha Carbaugh-Gonzalez; Independent District Engineering Services, LLC (IDES)

Gregg McKay; Member of the Public

ADMINISTRATIVE MATTERS

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Becher noted that all Directors’ Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

Agenda: The Board reviewed the Agenda for the meeting.

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Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay, and upon vote unanimously carried, the Board approved the Agenda, as amended.

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held by video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Results of Cancelled May 6, 2025 Regular Directors' Election ("Election"): Mr. Solin informed the Board that the Election was cancelled, as permitted by statute, as there were not more candidates than seats available. Directors J. Nading and S. Nading were deemed elected to new 4-year terms ending in May 2029.

Appointment of Officers: Following discussion, upon motion duly made by Director S. Nading, seconded by Director J. Nading, and upon vote unanimously carried, the following slate of officers were appointed for the District:

President: Gregg Bradbury
Treasurer: Jeff L. Nading
Secretary: David Solin
Assistant Secretary: Charles Church McKay
Assistant Secretary: Steve Nading
Assistant Secretary: Brandon Dooling

Minutes: The Board reviewed the Minutes of the April 22, 2025 Regular Meeting.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director McKay, and upon vote unanimously carried, the Board approved the Minutes of the April 22, 2025 Regular Meeting, as amended pursuant to discussion at the meeting.

**PUBLIC
COMMENT**

There were no public comments.

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CONSENT AGENDA

The Board reviewed the Consent Agenda.

- Ratify approval of Change Order No. 3 to the Contract between the District and All American Track, Inc., for Additional Rail Section Removal, in the amount of \$7,513.00.
- Ratify approval of Change Order No. 4 to the Contract between the District and All American Track, Inc., for Train track removal and reinstallation, in the amount of \$673,609.00.
- Ratify approval of Change Order No. 1 to the Contractor Agreement between the District and Gold's Concrete, LLC, for Highway 72 Culvert & Walkway, in the amount of \$29,500.00.
- Ratify approval of Change Order #4 to the Contract between the District and JBS Pipeline, LLC, for Bankruptcy Deduct, for a reduction in the contract amount of <\$38,373.79>.
- Ratify approval of Change Order No. 3 to the Agreement between the District and Leo Landscape LLC, for Sod, in the amount of \$2,550.00.
- Ratify approval of Change Order No. 13 to the Contract between the District and SMH West LLC, for Riprap Repair & Scope Change, in the amount of \$20,482.80.
- Ratify approval of Task Order No. 7 to the Contract between the District and Legacy Traffic Management, LLC, for Candelas Parkway Sidewalk, in the amount of \$3,878.00.
- Ratify approval of Task Order No. 2 to the Contract between the District and WSB Design and Consulting LLC, for CDOT Inspection, in the amount of \$189,680.00.

Following review, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board approved and/or ratified approval of, as appropriate, the items on the Consent Agenda.

FINANCIAL MATTERS

Claims: Ms. Tatton reviewed with the Board the claims through the period ending May 27, 2025. It was noted that an additional payment was made to Castle Rock Construction, LLC in the amount of \$545,912.80.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board ratified and approved the payment of claims through the period ending May 27, 2025, in the amended amount of \$1,483,600.66.

Schedules of Cash Position: Ms. Tatton reviewed the Schedules of Cash Position as of May 20, 2025.

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Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board accepted the Schedules of Cash Position as of May 20, 2025.

Forecasts of General Fund and Bond Fund Revenues and Expenditures: Ms. Tatton reviewed, and the Board discussed, the forecasts of General Fund and Bond Fund revenues and expenditures.

Expense Tracking Report and District Expenditures Verification Report prepared by Independent District Engineering Services, LLC (“IDES”): Ms. Carbaugh-Gonzalez presented to the Board the Expense Tracking Report and IDES’ report entitled “District Expenditures Verification for April 2025”, which summarizes IDES’ review and verification of the expenditures of the District for April 2025 related to certain District construction contracts. The Verification Report identified \$1,483,600.66 of District Eligible Expenses.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Bradbury and, upon vote unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$1,483,600.66.

Xcel Energy Reimbursement: Following discussion, upon motion duly made by Director J. Nading, seconded by Director Bradbury and, upon vote unanimously carried, the Board authorized reimbursement to Cimarron Development Company in the amount of \$7,248.44 pursuant to the Letter Agreement regarding Xcel Recovery Payment relative to Candelas Point Gas Distribution Line and Future Recovery Payments between the District and Cimarron Development Company (the “Letter Agreement”), and authorized preparation of an amendment to the Letter Agreement, if required.

MANAGEMENT MATTERS

Water Tracking Report: Mr. Solin reviewed the Water Tracking Report with the Board. The Board provided certain corrections to Mr. Solin relative to allocations.

LEGAL MATTERS

Bond Issuance: Director Bradbury updated the Board on the potential bond issuance.

Future Operation and Maintenance Obligations: The Board discussed the future operation and maintenance obligations. Mr. Solin, Director Bradbury and IDES will prepare a summary of the District’s current and future obligations.

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Nading Family Trust Reimbursement: The Board discussed the status of the Project Funding and Reimbursement Agreement by and between the District and the Jeffrey L. Nading Trust, and directed Attorney Becher to prepare a factual summary regarding same.

Bankruptcy of JBS Pipeline Contractors: No discussion was held and no Executive Session was necessary.

Executive Session to Receive Legal Advice on Specific Legal Questions: No Executive Session was necessary.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Collins reviewed with the Board the Project Status Report, dated March 25, 2025.

Contracts, Task Orders, Work Orders and Change Orders: Mr. Collins discussed the following Contracts, Task Orders, Work Orders and Change Orders:

- Change Order No. 2 to the Contract between the District and ADI Civil Corp, for Air Vent, in the amount of \$3,547.56.
- Change Order No. 3 to the Contract between the District and ADI Civil Corp, for Asphalt Deduct, for a reduction in the contract amount of <\$4,800.00>.
- Change Order No. 4 to the Contract between the District and ADI Civil Corp, for Soil Export, in the amount of \$11,178.00.
- Change Order No. 5 to the Contract between the District and ADI Civil Corp, for Flow Fill, in the amount of \$73,441.32.
- Change Order No. 6 to the Contract between the District and ADI Civil Corp, for Deduct Additional Asphalt Cost Share, for a reduction in the contract amount of <\$3,000.00>.
- Change Order No. 8 to the Contract between the District and Colorado Civil Infrastructure Inc., for Bore Sanitary Sewer, in the amount of \$58,242.00.
- Change Order No. 9 to the Contract between the District and Colorado Civil Infrastructure Inc., for Railroad Crossing Signage Deduct, for a reduction in the contract amount of <\$3,978.00>.
- Change Order No. 10 to the Contract between the District and Colorado Civil Infrastructure Inc., for Irrigation Tap, in the amount of \$8,406.84.
- Change Order No. 11 to the Contract between the District and Colorado Civil Infrastructure Inc., for Soil Export, in the amount of \$78,540.00.
- Change Order No. 1 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC,

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for Additional Railroad Crossing Work, in the amount of \$82,927.24.

- Change Order No. 2 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Tensar Pavement Design for a reduction in the contract amount of <\$444,859.32>.
- Change Order No. 3 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Permit Reimbursement and Dirt Analysis, in the amount of \$8,570.68.
- Change Order No. 2 to the Agreement between the District and DACS Corp., for Candelas Parkway Patch, in the amount of \$29,315.00.
- Change Order No. 3 to the Agreement between the District and DACS Corp., for Additional Asphalt for CP Patch, in the amount of \$7,315.00.
- Change Order No. 4 to the Agreement between the District and DACS Corp., for Crack sealing Pavement in the amount of \$2,500.00
- Change Order No. 2 to the Contractor Agreement between the District and Gold's Concrete, LLC, for Highway 72 Culvert & Walkway with Concrete Demo, in the amount of \$14,380.00.
- Change Order No. 17 to the Contract between the District and Wagner Construction Inc, for Galvanized Handrail, in the amount of \$684.80.
- Task Order No. 4 to the Contract between the District and 360 Rail Services, LLC, for T&M Work for PUC Submittals, in the amount of \$14,400.00.
- Task Order No. 20 to the Contract between the District and Kimley-Horn and Associates, Inc., for Candelas P1 P3 P5 - Traffic Impact Study, in the amount of \$11,000.00.
- Task Order No. 7 to the Contract between the District and Triax Engineering, LLC, for Candelas Medical Ph2 Warranty, in the amount of \$9,200.00.

It was noted that Change Order No. 18 to the Contract between the District and Wagner Construction Inc, for Liquidated Damages, for a reduction in the contract amount of <\$286,000.00> was removed from consideration and was not approved or ratified.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading and, upon vote unanimously carried, the Board approved (or ratified approval of, as appropriate) the Contracts, Change Orders, Task Orders and Work Orders listed above.

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OPERATIONS / MAINTENANCE MATTERS

2025 Stormwater Facility Observation, Reporting, Maintenance Contracting and Oversight Services: The Board reviewed a proposal from Stormwater Asset Protection, LLC for 2025 Stormwater Facility Observation, Reporting, Maintenance Contracting and Oversight Services.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading and, upon vote unanimously carried, the Board approved the proposal and authorized preparation of a Service Agreement or Change Order, as appropriate.

2025 Irrigation Enhancement: The Board reviewed Change Order No. 13 to the Service Agreement between the District and Environmental Designs, Inc. for 2025 Irrigation Enhancement.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading and, upon vote unanimously carried, the Board ratified approval of Change Order No. 13 to the Service Agreement between the District and Environmental Designs, Inc. for 2025 Irrigation Enhancement.

CAPITAL IMPROVEMENTS

District Engineer's Cost Certification Report No. 32 – Revision 1 prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements:

The Board reviewed Cost Certification Report No. 32 – Revision 1, dated April 28, 2025, prepared by Independent District Engineering Services, LLC, certifying District-eligible expenditures in the revised amount of \$135,610.82 (“Revised Report No. 32”).

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board ratified approval of Revised Report No. 32.

Reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements: The Board discussed authorizing reimbursement to Cimarron Commercial, LLC in the amount certified per Revised Report No. 32, pursuant to the Facilities Funding and Acquisition Agreement between the District and CDC and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.

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Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board authorized reimbursement to Cimarron Commercial, LLC in amount certified by Revised Report No. 32.

District Engineer's Cost Certification Report No. 33 prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements: The Board reviewed Cost Certification Report No. 33, dated May 2025, prepared by Independent District Engineering Services, LLC, certifying District-eligible expenditures in the amount of \$752,701.71 ("Report No. 33").

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board approved Report No. 33 in the amount of \$752,701.71.

Reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements: The Board discussed authorizing reimbursement to Cimarron Commercial, LLC in the amount certified per Report No. 33, pursuant to the Facilities Funding and Acquisition Agreement between the District and CDC and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board authorized reimbursement to Cimarron Commercial, LLC in the amount certified by Report No. 33.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By _____
Secretary for the Meeting

